

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.,¹) Case No. 01-01139 (JKF)
) Jointly Administered
Debtors.)

**NOTICE OF AGENDA OF MATTERS
SCHEDULED FOR HEARING ON SEPTEMBER 27, 2004
AT 12:00 P.M. BEFORE THE HONORABLE JUDITH K. FITZGERALD**

UNCONTESTED MATTERS

1. Debtors' Application for Entry of an Order Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014(a), 2016 and 5002 Authorizing the Employment and Retention of Deloitte Consulting LLP as Compensation Advisors to the Debtors Nunc Pro Tunc to July 1, 2004 (Docket No. 6134)

Related Documents:

- a. [Proposed] Order Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014(a), 2016 and 5002 Authorizing the Employment and Retention of Deloitte Consulting LLP as Compensation Advisors to the Debtors Nunc Pro Tunc to July 1, 2004 (Docket No. 6134)
- b. **Certification of Counsel Re: Docket No. 6134 (Docket No. 6405)**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Response Deadline: September 10, 2004 at 4:00 p.m. (extended until September 14, 2004 for the Official Committee of Unsecured Creditors)

Responses Received: None as of the date of this Notice of Agenda.

Status: The Debtors have received comments from the United States Trustee and have submitted a revised consensual order attached to the Certification of Counsel referenced above. As the revised consensual order addresses the United States Trustee's concerns, the Debtors respectfully request that the Court enter such order.

2. Joint Motion of Debtors and ZAI Claimants to Increase Budget for ZAI Science Trial (Docket No. 6232)

Related Documents:

- a. [Proposed] Order Approving Joint Motion of Debtors and ZAI Claimants to Increase Budget for ZAI Science Trial (Docket No. 6232)
- b. **Certification of No Objection Regarding Docket No. 6232 (Docket No. 6422)**

Response Deadline: September 10, 2004 at 4:00 p.m. (extended until September 14, 2004 for the Official Committee of Unsecured Creditors)

Responses Received: None as of the date of this Notice of Agenda.

Status: No parties have objected to the relief requested in the motion. Accordingly, the Debtors have filed a certificate of no objection and respectfully request the entry of the order attached to the motion.

3. Motion for the Entry of an Order Authorizing the Debtors to Provide Enhanced Severance to Certain Newly-Hired Executives (Docket No. 6243)

Related Documents:

- a. [Proposed] Order Authorizing the Debtors to Offer Enhanced Severance to Certain Newly-Hired Executives (Docket No. 6243)
- b. **Certification of No Objection Regarding Docket No. 6243 (Docket No. 6420)**

Response Deadline: September 10, 2004 at 4:00 p.m. (extended until September 14, 2004 for the Official Committee of Unsecured Creditors)

Responses Received: None as of the date of this Notice of Agenda.

Status: No parties have objected to the relief requested in the motion. Accordingly, the Debtors have filed a certificate of no objection and respectfully request the entry of the order attached to the motion.

4. Debtors' Motion for an Order Approving the Privileged and Confidential Settlement Agreement and Release with the KWELMBS Companies (Docket No. 6244)

Related Documents:

- a. [Proposed] Order Approving the Privileged and Confidential Settlement Agreement and Release with the KWELMBS Companies (Docket No. 6244)

Response Deadline: September 10, 2004 at 4:00 p.m. (extended until September 14, 2004 for the Official Committee of Unsecured Creditors)

Responses Received:

- a. **Limited Objection of the Future Claimants' Representative to Motion of W. R. Grace & Co. to Approve Settlement Agreement and Release with the KWELMBS Companies (Docket No. 6368)**
- b. **Limited Objection of the Official Committee of Asbestos Personal Injury Claimants to the Debtors' Motion for an Order Approving the Privileged and Confidential Settlement Agreement and Release with the KWELMBS Companies (Docket No. 6369)**
- c. **Limited Objection of the Official Committee of Asbestos Property Damage Claimants to the Debtors' Motion to Approve Privileged and Confidential Settlement Agreement and Release with the KWELMBS Companies (Docket No. 6395)**

Status: This matter will be going forward.

5. Debtors' Motion for an Order Approving the Settlement and Release Agreement Between the Debtors and Akzo Nobel Inc. (Docket No. 6245)

Related Documents:

- a. [Proposed] Order Pursuant to Sections 105(a), 363 and 503 of the Bankruptcy Procedure 9019 (i) Approving a Settlement Agreement Between the Debtors and Akzo, Inc. and (ii) Authorizing the Debtors to Pay Settlement Amount (Docket No. 6245)

**b. Certification of No Objection Regarding Docket No. 6245
(Docket No. 6421)**

Response Deadline: September 10, 2004 at 4:00 p.m. (extended until September 14, 2004 for the Official Committee of Unsecured Creditors)

Responses Received: None as of the date of this Notice of Agenda.

**Status: No parties have objected to the relief requested in the motion.
Accordingly, the Debtors have filed a certificate of no objection and
respectfully request the entry of the order attached to the motion.**

6. Twelfth Quarterly Interim Applications of Counsel to the Debtors and Statutory Committees for Compensation for Services Rendered and Reimbursement of Expenses for the Period January 1, 2004 Through March 31, 2004.

Related Documents:

- a. Certification of Counsel Regarding Twelfth Quarter Project Category Summary for the Twelfth Interim Fee Period and Certain Prior Amounts (**Docket No. 6373**)
- b. Certification of Counsel Regarding Order Approving Quarterly Fee Applications for the Twelfth Period and Certain Prior Amounts (**Docket No. 6372**)

Responses Received: None.

Status: This matter will be going forward.

CONTESTED MATTERS

7. Application of David T. Austern, Future Claimants' Representative, for Authorization to Employ Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel to the Future Claimants' Representative (**Docket No. 5815**)

Related Documents:

- a. [Proposed] Order Authorizing the Retention and Employment of Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel to David T. Austern, Future Claimants' Representative (**Docket No. 5815**)
- b. Supplemental Brief of the Future Claimants' Representative Regarding His Applications to Employ Swidler Berlin Shereff Friedman, LLP and CIBC World Markets Corp. (**Docket No. 6387**)

- c. **Second Supplemental Declaration of Roger Frankel Under Fed. R. Bankr. P. 2014 and 5002 in Support of Application for an Order Authorizing Retention and Employment of Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel to David T. Austern as Future Claimants' Representative (Docket No. 6396)**

Response Deadline: July 6, 2004 at 4:00 p.m.

Responses Received:

- a. Limited Objection of the Official Committee of Asbestos Property Damage Claimants to Application of David T. Austern, Future Claimants' Representative, for Authorization to Employ Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel to the Future Claimants' Representative (Docket No. 5927)
- b. Future Claimants' Representative's Reply to Limited Objections of the Official Committee of Asbestos Property Damage Claimants to Applications of Future Claimants' Representative for Authorization to Employ Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel, Phillips, Goldman & Spence, P.A. as Local Bankruptcy Counsel and CIBC World Markets Corp. as Financial Advisor (Docket No. 5979)
 - i. Exhibit A and B to Docket No. 5979 (Docket No. 5981)
 - ii. Future Claimants' Representative's Motion for Leave to File Reply to Limited Objections of the Official Committee of Asbestos Property Damage Claimants to Applications of Future Claimants' Representative for Authorization to Employ Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel, Phillips, Goldman & Spence, P.A. as Local Bankruptcy Counsel and CIBC World Markets Corp. as Financial Advisor (Docket No. 5978)
- c. Certification of Counsel Regarding Docket No. 5815 (Docket No. 6207)
- d. Amended Certification of Counsel Regarding Docket No. 5815 (Docket No. 6237)

Status: This matter will be going forward.

8. Application of David T. Austern, Future Claimants' Representative, for Authorization to Employ CIBC World Markets Corp. as Financial Advisor (Docket No. 5833)

Related Documents:

- a. [Proposed] Order Authorizing the Retention and Employment of CIBC World Markets Corp. as Financial Advisor to David T. Austern, Future Claimants' Representative (Docket No. 5833)
- b. **Supplemental Brief of the Future Claimants' Representative Regarding His Applications to Employ Swidler Berlin Shereff Friedman, LLP and CIBC World Markets Corp. (Docket No. 6387)**

Response Deadline: July 8, 2004 at 4:00 p.m.

Responses Received:

- a. Limited Objection of the Official Committee of Asbestos Property Damage Claimants to Application of David T. Austern, Future Claimants' Representative, for Authorization to Employ CIBC World Markets Corp. as Financial Advisor (Docket No. 5950)
- b. Future Claimants' Representative's Reply to Limited Objections of the Official Committee of Asbestos Property Damage Claimants to Applications of Future Claimants' Representative for Authorization to Employ Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel, Phillips, Goldman & Spence, P.A. as Local Bankruptcy Counsel and CIBC World Markets Corp. as Financial Advisor (Docket No. 5979)
 - i. Exhibit A and B to Docket No. 5979 (Docket No. 5981)
 - ii. Future Claimants' Representative's Motion for Leave to File Reply to Limited Objections of the Official Committee of Asbestos Property Damage Claimants to Applications of Future Claimants' Representative for Authorization to Employ Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel, Phillips, Goldman & Spence, P.A. as Local Bankruptcy Counsel and CIBC World Markets Corp. as Financial Advisor (Docket No. 5978)
- c. Certification of Counsel Regarding Docket No. 5833 (Docket No. 6208)

- d. Amended Certification of Counsel Regarding Docket No. 5833 (Docket No. 6238)

Status: This matter will be going forward.

- 9. Application of David T. Austern, Future Claimants' Representative, for Authorization to Employ Phillips, Goldman & Spence, P.A., as Local Bankruptcy Counsel to the Future Claimants' Representative (Docket No. 5839)

Related Documents:

- a. [Proposed] Order Authorizing the Retention and Employment of Phillips, Goldman & Spence, P.A., as Local Bankruptcy Counsel to David T. Austern, Future Claimants' Representative (Docket No. 5839)

Response Deadline: July 12, 2004 at 4:00 p.m.

Responses Received:

- a. Limited Objection of the Official Committee of Asbestos Property Damage Claimants to Application of David T. Austern, Future Claimants' Representative, for Authorization to Employ Phillips, Goldman & Spence, P.A. as Local Bankruptcy Counsel to the Future Claimants' Representative (Docket No. 5956)
- b. Future Claimants' Representative's Reply to Limited Objections of the Official Committee of Asbestos Property Damage Claimants to Applications of Future Claimants' Representative for Authorization to Employ Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel, Phillips, Goldman & Spence, P.A. as Local Bankruptcy Counsel and CIBC World Markets Corp. as Financial Advisor (Docket No. 5979)
 - i. Exhibit A and B to Docket No. 5979 (Docket No. 5981)
 - ii. Future Claimants' Representative's Motion for Leave to File Reply to Limited Objections of the Official Committee of Asbestos Property Damage Claimants to Applications of Future Claimants' Representative for Authorization to Employ Swidler Berlin Shereff Friedman, LLP as Bankruptcy Counsel, Phillips, Goldman & Spence, P.A. as Local Bankruptcy Counsel and CIBC World Markets Corp. as Financial Advisor (Docket No. 5978)

- c. United States Trustee's Objection to Application of the Legal Representative for Future Asbestos Claimants to Employ Phillips Goldman & Spence, P.A., as Local Bankruptcy Counsel (Docket No. 5980)

Status: This matter will be going forward.

10. Motion of Intercat, Inc. for Leave to file a Late Proof of Claim (Docket No. 6151)

Related Documents:

- a. [Proposed] Order Granting Intercat, Inc.'s Motion for Leave to File a Late Proof of Claim (Docket No. 6151)

Response Deadline: September 20, 2004 at 4:00 p.m.

Responses Received:

- a. Debtors' Objection to Intercat Inc.'s Motion for Leave to File a Late Proof of Claim (**Docket No. 6378**)

Status: This matter will be going forward.

11. Motion to Lift Automatic Stay [Filed by David Slaughter] (Docket No. 6301)

Related Documents: None.

Response Deadline: September 20, 2004 at 4:00 p.m.

Responses Received:

- a. Debtors' Objection to David Slaughter's Motion to Lift the Automatic Stay (**Docket No. 6371**)

Status: This matter will be going forward.

12. Twelfth Quarterly Interim Applications of Counsel to the Debtors and Statutory Committees for Compensation for Services Rendered and Reimbursement of Expenses for the Period January 1, 2004 Through March 31, 2004.

Related Documents:

- a. Certification of Counsel Regarding Twelfth Quarter Project Category Summary for the Twelfth Interim Fee Period and Certain Prior Amounts (**Docket No. 6373**)
- b. Certification of Counsel Regarding Order Approving Quarterly Fee Applications for the Twelfth Period and Certain Prior Amounts (**Docket No. 6372**)

Responses Received: None as of the date of this Notice of Agenda. The Debtors anticipate that any professionals who have not resolved their issues with the Fee Auditor, will file replies to the Fee Auditor's recommendations in the Final Reports within twenty days after the date of the respective Final Report.

Status: This matter will be going forward.

13. Expedited Motion Requesting an Order (i) to Show Cause Why Counsel for Evans is Not in Contempt of Court for Refusing to Refrain From Prosecuting a Prohibited Action Against Debtors' Affiliates and (ii) Extending the Scope of the Automatic Stay and the Preliminary Injunction (Docket No. 6150, Adv. Pro. No. 01-771, Docket No. 259)

Related Documents:

- a. Debtors' Motion for an Expedited Hearing on and to Shorten Notice Period of Debtors' Motion Requesting an Order (i) to Show Cause Why Counsel for Evans is Not in Contempt of Court for Refusing to Refrain from Prosecuting a Prohibited Action Against Debtors' Affiliates and (ii) Extending the Scope of the Automatic Stay and the Preliminary Injunction (Docket No. 6149, Adv. Pro. No. 01-771, Docket No. 258)
- b. [Proposed] Order (i) Finding for Evans in Contempt of Court and (ii) Enjoining Prosecution of and Staying the Evans Complaint (Docket No. 6150, Adv. Pro. No. 01-771, Docket No. 259)
- c. Certification of Counsel Regarding Docket No. 258 (Adv. Pro. No. 01-771, Docket No. 270)

Response Deadline: September 14, 2004 at 4:00 p.m.

Responses Received:

- a. Objection of Keri Evans to Debtors' Motion for an Expedited Hearing on and to Shorten Notice Period of Debtors' Motion Requesting an Order (i) to Show Cause Why Counsel for Evans is Not in Contempt of Court for Refusing to Refrain From Prosecuting a Prohibited Action Against Debtors' Affiliates and (ii) Extending the Scope of the Automatic Stay and the Preliminary Injunction (Docket No. 6158, Adv. Pro. No. 01-771, Docket No. 261)
- b. Memorandum of Law on Behalf of Keri Evans in Opposition to Debtors' Motion Requesting an Order (i) to Show Cause Why Counsel for Evans is Not in Contempt of Court for Refusing to Refrain from Prosecuting a Prohibited Action Against Debtors' Affiliates and (ii) Extending the Scope of the

Automatic Stay and the Preliminary Injunction (Adv. Pro. No. 01-771, Docket No. 274)

- c. **Debtors' Motion for Leave to File Reply to Keri Evans' Opposition to Debtors' Motion Requesting an Order (i) to Show Cause for Why Counsel For Evans Is Not in Contempt of Court for Refusing to Refrain from Prosecuting a Prohibited Action Against Debtors' Affiliates and (ii) Extending the Scope of the Automatic Stay and the Preliminary Injunction (Adv. Pro. No. 01-771, Docket No. 279)**
 - i. **Debtors' Reply to Keri Evans' Opposition to Debtors' Motion Requesting an Order (i) to Show Cause for Why Counsel For Evans Is Not in Contempt of Court for Refusing to Refrain from Prosecuting a Prohibited Action Against Debtors' Affiliates and (ii) Extending the Scope of the Automatic Stay and the Preliminary Injunction (Adv. Pro. No. 01-771, Docket No. 279, Exhibit 1)**

Status: This matter will be going forward.

OMNIBUS CLAIM OBJECTIONS

- 13. **Debtors' Third Omnibus Objection to Claims (Non-Substantive) (Docket No. 5450)**

Related Documents:

- a. **Declaration of David B. Siegel in Support of Debtors' Third Omnibus Objection to Claims (Non-Substantive) (Docket No. 5450)**

Response Deadline: May 14, 2004 at 4:00 p.m.

Responses Received: There are no unresolved responses going forward.

Status: This matter will go forward with respect to any claims where the relief sought is unopposed. However, where a claimant has filed a response, such matter will be continued to October 25, 2004 at 12:00 p.m.

- 14. **Debtors' Fourth Omnibus Objection to Claims (Substantive) (Docket No. 5525)**

Related Documents:

- a. **Declaration of David B. Siegel in Support of Debtors' Fourth Omnibus Objection to Claims (Substantive) (Docket No. 5525)**

Response Deadline: June 4, 2004 at 4:00 p.m.

Responses Received: There are no unresolved responses going forward.

Status: This matter will go forward with respect to any claims where the relief sought is unopposed. However, where a claimant has filed a response, such matter will be continued to October 25, 2004 at 12:00 p.m.

15. Debtors' Fifth Omnibus Objection to Claims (Substantive) (Docket No. 5527)

Related Documents:

- a. Declaration of David B. Siegel in Support of Debtors' Fifth Omnibus Objection to Claims (Substantive) (Docket No. 5527)

Response Deadline: June 4, 2004 at 4:00 p.m.

Responses Received: There are no unresolved responses going forward.

Status: This matter will go forward with respect to any claims where the relief sought is unopposed. However, where a claimant has filed a response, such matter will be continued to October 25, 2004 at 12:00 p.m.

16. Debtors' Sixth Omnibus Objection to Claims (Substantive) (Docket No. 6027)

Related Documents:

- a. Declaration of David B. Siegel in Support of Debtors' Sixth Omnibus Objection to Claims (Substantive) (Docket No. 6027)

Response Deadline: August 25, 2004 at 4:00 p.m.

Responses Received: There are no unresolved responses going forward.

Status: This matter will go forward with respect to any claims where the relief sought is unopposed. However, where a claimant has filed a response, such matter will be continued to October 25, 2004 at 12:00 p.m.

ADDITIONAL MATTERS

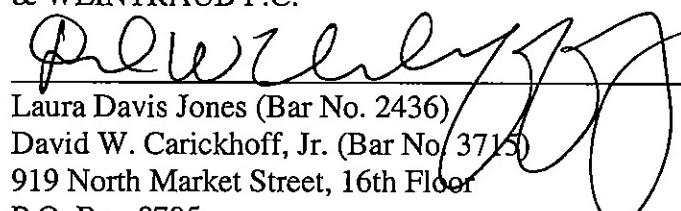
**17. Statement of the Blackstone Group L.P., Financial Advisors to the Debtors,
In Support of Its Fee Arrangement (Docket No. 6410).**

Dated: September 20, 2004

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